

O'HANLON, DEMERATH & CASTILLO

ATTORNEYS & COUNSELORS AT LAW
808 WEST AVE
AUSTIN, TEXAS 78701
TELEPHONE: (512) 494-9949
FACSIMILIE: (512) 494-9919

October 17, 2018

Local Government Assistance & Economic Analysis
Texas Comptroller of Public Accounts
P.O. Box 13528
Austin, Texas 78711-3528

RE: (1152) Amendment003 to Irion County Independent School District from
Santa Rita East Wind Energy LLC

To the Local Government Assistance & Economic Analysis Division:

Enclosed is Amendment003 to the Irion County Independent School District from Santa Rita East Wind Energy LLC.

1. Checklist Item #1 – Application page 2 – updated Authorized Company Representative; page 3 – updated Authorized Company Consultant; page 7 – updated number of Qualified Jobs.
2. Checklist Item #4 Detailed Description of the Project – Revised the project's operating capacity MW and the number of wind turbines installed within Irion County ISD.
3. Checklist Item #7 Description of Qualified Investment – Revised the project's operating capacity MW and the number of wind turbines installed within Irion County ISD.
4. Checklist Item #8 Description of Qualified Property – Revised the project's operating capacity MW and the number of wind turbines installed within Irion County ISD.
5. Checklist Item #9 – Description of Land – Revised legal description to include additional land.
6. Checklist Item #11 – Revised the site layout map.
7. Checklist Item #12 – Revised the Job Waiver Request Letter.
8. Schedule A1: Investment – Revised the chart to change the amount of the qualified investment to be installed in tax year 2019.
9. Schedule A2: Investment – Revised the chart to change the amount of the qualified investment to be installed in tax year 2019.
10. Schedule B: Estimated Market and Taxable Value. – Revised the chart to change the amount of the qualified investment to be installed in tax year 2019.

October 17, 2018

Letter to Local Government Assistance & Economic Analysis Division

October 17, 2018

Page 2 of 2

11. Schedule C: Employment Information – Revised the Qualified Job count from 5 to 7.

12. Schedule D: Incentives – Revised the estimated annual tax levy, annual incentive, and annual net tax levy.

A copy of the amendment will be submitted to the Irion County Appraisal District.

Please do not hesitate to call with any questions.

Sincerely,

William Eggleston
Assistant to Kevin O’Hanlon
School District Consultant

Cc: Irion County Appraisal District



300 Spectrum Center Dr.
Suite 1060
Irvine, CA 92618
Tel. 949.860.4588
Fax 512.476.0033

September 7, 2018

www.ryan.com

John Villarreal
Manager, Economic Development & Local Government
Data Analysis & Transparency Division
Texas Comptroller of Public Accounts
111 E. 17th St
Austin, TX 78774

Re: App 1152 – Irion County ISD – Santa Rita East Wind, LLC

John:

Attached please find the amended application pages for the Chapter 313 Application submitted by Santa Rita East Wind LLC to Irion County ISD. This Amendment, dated September 7, 2018 and numbered 03, is the third amendment to the Application. The revised application pages are as follows:

- Checklist Item #1 – Application page 2 – updated Authorized Company Representative; page 3 – updated Authorized Company Consultant; page 7 – updated number of Qualified Jobs.
- Checklist Item #4 Detailed Description of the Project – Revised the project’s operating capacity MW and the number of wind turbines installed within Irion County ISD.
- Checklist Item #7 Description of Qualified Investment – Revised the project’s operating capacity MW and the number of wind turbines installed within Irion County ISD.
- Checklist Item #8 Description of Qualified Property – Revised the project’s operating capacity MW and the number of wind turbines installed within Irion County ISD.
- Checklist Item #9 – Description of Land – Revised legal description to include additional land.
- Checklist Item #11 – Revised the site layout map.
- Checklist Item #12 – Revised the Job Waiver Request Letter.
- Schedule A1: Investment – Revised the chart to change the amount of the qualified investment to be installed in tax year 2019.
- Schedule A2: Investment – Revised the chart to change the amount of the qualified investment to be installed in tax year 2019.
- Schedule B: Estimated Market and Taxable Value. – Revised the chart to change the amount of the qualified investment to be installed in tax year 2019.
- Schedule C: Employment Information – Revised the Qualified Job count from 5 to 7.
- Schedule D: Incentives – Revised the estimated annual tax levy, annual incentive, and annual net tax levy.

Along with these Amendments, an updated signature page is provided.

Sincerely,

Brandon Budde
Applicant’s Representative



Santa Rita East Wind Energy LLC
Chapter 313 Application to Irion County ISD
Amendment No. 3

CHECKLIST ITEM #1

Application

See attached.



Application for Appraised Value Limitation on Qualified Property (Tax Code, Chapter 313, Subchapter B or C)

INSTRUCTIONS: This application must be completed and filed with the school district. In order for an application to be processed, the governing body (school board) must elect to consider an application, but — by Comptroller rule — the school board may elect to consider the application only after the school district has received a completed application. Texas Tax Code, Section 313.025 requires that any completed application and any supplemental materials received by the school district must be forwarded within seven days to the Comptroller of Public Accounts.

If the school board elects to consider the application, the school district must:

- notify the Comptroller that the school board has elected to consider the application. This notice must include:
 - the date on which the school district received the application;
 - the date the school district determined that the application was complete;
 - the date the school board decided to consider the application; and
 - a request that the Comptroller prepare an economic impact analysis of the application;
- provide a copy of the notice to the appraisal district;
- must complete the sections of the application reserved for the school district and provide information required in the Comptroller rules located at 34 Texas Administrative Code (TAC) Section 9.1054; and
- forward the original hard copy of the completed application to the Comptroller in a three-ring binder with tabs, as indicated on page 9 of this application, separating each section of the documents, in addition to an electronic copy on CD. See 34 TAC Chapter 9, Subchapter F.

The governing body may, at its discretion, allow the applicant to supplement or amend the application after the filing date, subject to the restrictions in 34 TAC Chapter 9, Subchapter F.

When the Comptroller receives the notice and required information from the school district, the Comptroller will publish all submitted application materials on its website. The Comptroller is authorized to treat some application information as confidential and withhold it from publication on the Internet. To do so, however, the information must be segregated and comply with the other requirements set out in the Comptroller rules. For more information, see guidelines on Comptroller's website.

The Comptroller will independently determine whether the application has been completed according to the Comptroller's rules (34 TAC Chapter 9, Subchapter F). If the Comptroller finds the application is not complete, the Comptroller will request additional materials from the school district. Pursuant to 9.1053(a)(1)(C), requested information shall be provided within 20 days of the date of the request. When the Comptroller determines that the application is complete, it will send the school district a notice indicating so. The Comptroller will determine the eligibility of the project, issue a certificate for a limitation on appraised value to the school board regarding the application and prepare an economic impact evaluation by the 90th day after the Comptroller receives a complete application—as determined by the Comptroller.

The school board must approve or disapprove the application not later than the 150th day after the application review start date (the date the application is finally determined to be complete), unless an extension is granted. The Comptroller and school district are authorized to request additional information from the applicant that is reasonably necessary to issue a certificate, complete the economic impact evaluation or consider the application at any time during the application review period.

Please visit the Comptroller's website to find out more about the program at www.texasahead.org/tax_programs/chapter313/. There are links to the Chapter 313 statute, rules, guidelines and forms. Information about minimum limitation values for particular districts and wage standards may also be found at that site.

SECTION 1: School District Information

1. Authorized School District Representative

Date Application Received by District

First Name

Last Name

Title

School District Name

Street Address

Mailing Address

City

State

ZIP

Phone Number

Fax Number

Mobile Number (optional)

Email Address

2. Does the district authorize the consultant to provide and obtain information related to this application? Yes No

SECTION 1: School District Information (continued)

3. Authorized School District Consultant (If Applicable)

First Name _____ Last Name _____

Title _____

Firm Name _____

Phone Number _____ Fax Number _____

Mobile Number (optional) _____ Email Address _____

4. On what date did the district determine this application complete?

5. Has the district determined that the electronic copy and hard copy are identical? Yes No

SECTION 2: Applicant Information

1. Authorized Company Representative (Applicant)

First Name _____ Last Name _____

Title _____ Organization _____

Street Address _____

Mailing Address _____

City _____ State _____ ZIP _____

Phone Number _____ Fax Number _____

Mobile Number (optional) _____ Business Email Address _____

2. Will a company official other than the authorized company representative be responsible for responding to future information requests? Yes No

2a. If yes, please fill out contact information for that person.

First Name _____ Last Name _____

Title _____ Organization _____

Street Address _____

Mailing Address _____

City _____ State _____ ZIP _____

Phone Number _____ Fax Number _____

Mobile Number (optional) _____ Business Email Address _____

3. Does the applicant authorize the consultant to provide and obtain information related to this application? Yes No

SECTION 2: Applicant Information (continued)

4. Authorized Company Consultant (If Applicable)

Brandon	Budde
First Name	Last Name
Agent	
Title	
Ryan, LLC	
Firm Name	
949.933.6032	N/A
Phone Number	Fax Number
brandon.budde@ryan.com	
Business Email Address	

SECTION 3: Fees and Payments

1. Has an application fee been paid to the school district? Yes No

The total fee shall be paid at time of the application is submitted to the school district. Any fees not accompanying the original application shall be considered supplemental payments.

1a. If yes, attach in **Tab 2** proof of application fee paid to the school district.

For the purpose of questions 2 and 3, "payments to the school district" include any and all payments or transfers of things of value made to the school district or to any person or persons in any form if such payment or transfer of thing of value being provided is in recognition of, anticipation of, or consideration for the agreement for limitation on appraised value.

2. Will any "payments to the school district" that you may make in order to receive a property tax value limitation agreement result in payments that are not in compliance with Tax Code §313.027(i)? Yes No N/A

3. If "payments to the school district" will only be determined by a formula or methodology without a specific amount being specified, could such method result in "payments to the school district" that are not in compliance with Tax Code §313.027(i)? Yes No N/A

SECTION 4: Business Applicant Information

1. What is the legal name of the applicant under which this application is made? Santa Rita East Wind Energy LLC

2. List the Texas Taxpayer I.D. number of entity subject to Tax Code, Chapter 171 (11 digits) 32061129683

3. List the NAICS code 221115

4. Is the applicant a party to any other pending or active Chapter 313 agreements? Yes No

4a. If yes, please list application number, name of school district and year of agreement

SECTION 5: Applicant Business Structure

1. Identify Business Organization of Applicant (corporation, limited liability corporation, etc) Limited Liability Corporation

2. Is applicant a combined group, or comprised of members of a combined group, as defined by Tax Code §171.0001(7)? Yes No

2a. If yes, attach in **Tab 3** a copy of Texas Comptroller Franchise Tax Form No. 05-165, No. 05-166, or any other documentation from the Franchise Tax Division to demonstrate the applicant's combined group membership and contact information.

3. Is the applicant current on all tax payments due to the State of Texas? Yes No

4. Are all applicant members of the combined group current on all tax payments due to the State of Texas? Yes No N/A

5. If the answer to question 3 or 4 is no, please explain and/or disclose any history of default, delinquencies and/or any material litigation, including litigation involving the State of Texas. (If necessary, attach explanation in **Tab 3**)

SECTION 14: Wage and Employment Information

1. What is the estimated number of permanent jobs (more than 1,600 hours a year), with the applicant or a contractor of the applicant, on the proposed qualified property during the last complete quarter before the application review start date (date your application is finally determined to be complete)? 0
2. What is the last complete calendar quarter before application review start date:
 First Quarter Second Quarter Third Quarter Fourth Quarter of 2016
(year)
3. What were the number of permanent jobs (more than 1,600 hours a year) this applicant had in Texas during the most recent quarter reported to the Texas Workforce Commission (TWC)? 0
Note: For job definitions see TAC §9.1051 and Tax Code §313.021(3).
4. What is the number of new qualifying jobs you are committing to create? 7
5. What is the number of new non-qualifying jobs you are estimating you will create? 0
6. Do you intend to request that the governing body waive the minimum new qualifying job creation requirement, as provided under Tax Code §313.025(f-1)? Yes No
 - 6a. If yes, attach evidence in **Tab 12** documenting that the new qualifying job creation requirement above exceeds the number of employees necessary for the operation, according to industry standards.
7. Attach in **Tab 13** the four most recent quarters of data for each wage calculation below, including documentation from the TWC website. The final actual statutory minimum annual wage requirement for the applicant for each qualifying job — which may differ slightly from this estimate — will be based on information from the four quarterly periods for which data were available at the time of the application review start date (date of a completed application). See TAC §9.1051(21) and (22).
 - a. Average weekly wage for all jobs (all industries) in the county is 1,277.50
 - b. 110% of the average weekly wage for manufacturing jobs in the county is
 - c. 110% of the average weekly wage for manufacturing jobs in the region is 827.24
8. Which Tax Code section are you using to estimate the qualifying job wage standard required for this project? §313.021(5)(A) or §313.021(5)(B)
9. What is the minimum required annual wage for each qualifying job based on the qualified property? 43,016.60
10. What is the annual wage you are committing to pay for each of the new qualifying jobs you create on the qualified property? 43,016.60
11. Will the qualifying jobs meet all minimum requirements set out in Tax Code §313.021(3)? Yes No
12. Do you intend to satisfy the minimum qualifying job requirement through a determination of cumulative economic benefits to the state as provided by §313.021(3)(F)? Yes No
 - 12a. If yes, attach in **Tab 12** supporting documentation from the TWC, pursuant to §313.021(3)(F).
13. Do you intend to rely on the project being part of a single unified project, as allowed in §313.024(d-2), in meeting the qualifying job requirements? Yes No
 - 13a. If yes, attach in **Tab 6** supporting documentation including a list of qualifying jobs in the other school district(s).

SECTION 15: Economic Impact

1. Complete and attach Schedules A1, A2, B, C, and D in **Tab 14**. Note: Excel spreadsheet versions of schedules are available for download and printing at URL listed below.
2. Attach an Economic Impact Analysis, if supplied by other than the Comptroller's Office, in **Tab 15**. (*not required*)
3. If there are any other payments made in the state or economic information that you believe should be included in the economic analysis, attach a separate schedule showing the amount for each year affected, including an explanation, in **Tab 15**.



Santa Rita East Wind Energy LLC
Chapter 313 Application to Irion County ISD
Amendment No. 3

CHECKLIST ITEM #4

Detailed Description of Project

Santa Rita East Wind Energy LLC anticipates constructing a wind-powered electric generating facility with an operating capacity of approximately 300 megawatts. The exact number of wind turbines and the size of each turbine will vary depending upon the wind turbines selected and the megawatt generating capacity of the project completed. Presently our plans are to install a variation of GE2.5 megawatt turbines on the property within the reinvestment zone in Irion County, Texas. Santa Rita East Wind Energy LLC estimates that approximately 120 turbines are planned to be installed in Irion County ISD.

The additional improvements for the Santa Rita East Wind Project will include but are not limited to, wind turbines, towers, foundations, roadways, buildings and offices, anemometer towers, computer equipment, furniture, company vehicles, electrical transmission cables and towers and electrical substations.



Santa Rita East Wind Energy LLC
Chapter 313 Application to Irion County ISD
Amendment No. 3

CHECKLIST ITEM #7

Description of Qualified Investment

Santa Rita East Wind Energy LLC anticipates constructing a wind-powered electric generating facility with an operating capacity of approximately 300 megawatts. The exact number of wind turbines and the size of each turbine will vary depending upon the wind turbines selected and the megawatt generating capacity of the project completed. Presently our plans are to install a variation of GE2.5 megawatt turbines on the property within the reinvestment zone in Irion County, Texas. Santa Rita East Wind Energy LLC estimates that approximately 120 turbines are planned to be installed in Irion County ISD.

The additional improvements for the Santa Rita East Wind Project will include but are not limited to, wind turbines, towers, foundations, roadways, buildings and offices, anemometer towers, computer equipment, furniture, company vehicles, electrical transmission cables and towers and electrical substations.



Santa Rita East Wind Energy LLC
Chapter 313 Application to Irion County ISD
Amendment No. 3

CHECKLIST ITEMS #8

Description of Qualified Property

Santa Rita East Wind Energy LLC anticipates constructing a wind-powered electric generating facility with an operating capacity of approximately 300 megawatts. The exact number of wind turbines and the size of each turbine will vary depending upon the wind turbines selected and the megawatt generating capacity of the project completed. Presently our plans are to install a variation of GE2.5 megawatt turbines on the property within the reinvestment zone in Irion County, Texas. Santa Rita East Wind Energy LLC estimates that approximately 120 turbines are planned to be installed in Irion County ISD.

The additional improvements for the Santa Rita East Wind Project will include but are not limited to, wind turbines, towers, foundations, roadways, buildings and offices, anemometer towers, computer equipment, furniture, company vehicles, electrical transmission cables and towers and electrical substations.



Santa Rita East Wind Energy LLC
Chapter 313 Application to Irion County ISD
Amendment No. 3

CHECKLIST ITEM #9

Description of Land

Santa Rita East Wind Energy LLC will lease approximately 30,000 acres of land with local land owners in Irion County, Texas.

Irion County Survey

County	Survey Name	Block	Section	Abstract
Irion	H & T C RR CO	BLK 14	60	A-997
Irion	H & T C RR CO	BLK 14	45	A-377
Irion	H & T C RR CO	BLK 14	68	A-935
Irion	H & T C RR CO	BLK 14	59	A-384
Irion	H & T C RR CO	BLK 14	46	A-1110
Irion	H & T C RR CO	BLK 14	80	A-1046
Irion	H & T C RR CO	BLK 14	69	A-389
Irion	H & T C RR CO	BLK 14	58	A-1143
Irion	H & T C RR CO	BLK 14	47	A-378
Irion	H & T C RR CO	BLK 14	79	A-394
Irion	H & T C RR CO	BLK 14	70	A-1141
Irion	H & T C RR CO	BLK 14	57	A-383
Irion	H & T C RR CO	BLK 14	48	A-1163
Irion	H & T C RR CO	BLK 14	78	A-965
Irion	H & T C RR CO	BLK 14	71	A-390
Irion	H & T C RR CO	BLK 14	56	A-1142
Irion	H & T C RR CO	BLK 14	77	A-393
Irion	H & T C RR CO	BLK 14	72	A-1023
Irion	H & T C RR CO	BLK 14	55	A-382
Irion	H & T C RR CO	BLK 14	76	A-968
Irion	H & T C RR CO	BLK 14	73	A-391
Irion	H & T C RR CO	BLK 14	54	A-1021
Irion	H & T C RR CO	BLK 14	75	A-392
Irion	H & T C RR CO	BLK 14	74	A-1022
Irion	H & T C RR CO	BLK 14	53	A-381
Irion	M C		2	A-1196
Irion	CHAMBERLAIN, M		40	A-1295
Irion	WC RR CO		30	A-1221
Irion	WC RR CO		30	A-1234
Irion	WC RR CO		41	A-684
Irion			5	A-3
Irion			53	A-690
Irion	WC RR CO		42	A-1245
Irion			1	A-151
Irion	T & P RR CO	BLK 1	211	A-1204
Irion	T & P RR CO	BLK 1	212	A-832
Irion	T & P RR CO	BLK 1	213	A-632
Irion	T & P RR CO	BLK 1	314	A-1273
Irion	T & P RR CO	BLK 1	214	A-1235
Irion	WC RR CO		31	A-679
Irion	WC RR CO		40	A-1296
Irion	WC RR CO		40	A-1246
Irion	WC RR CO		43	A-685
Irion			52	A-814
Irion			54	A-815
Irion	T & P RR CO	BLK 1	218	A-1188

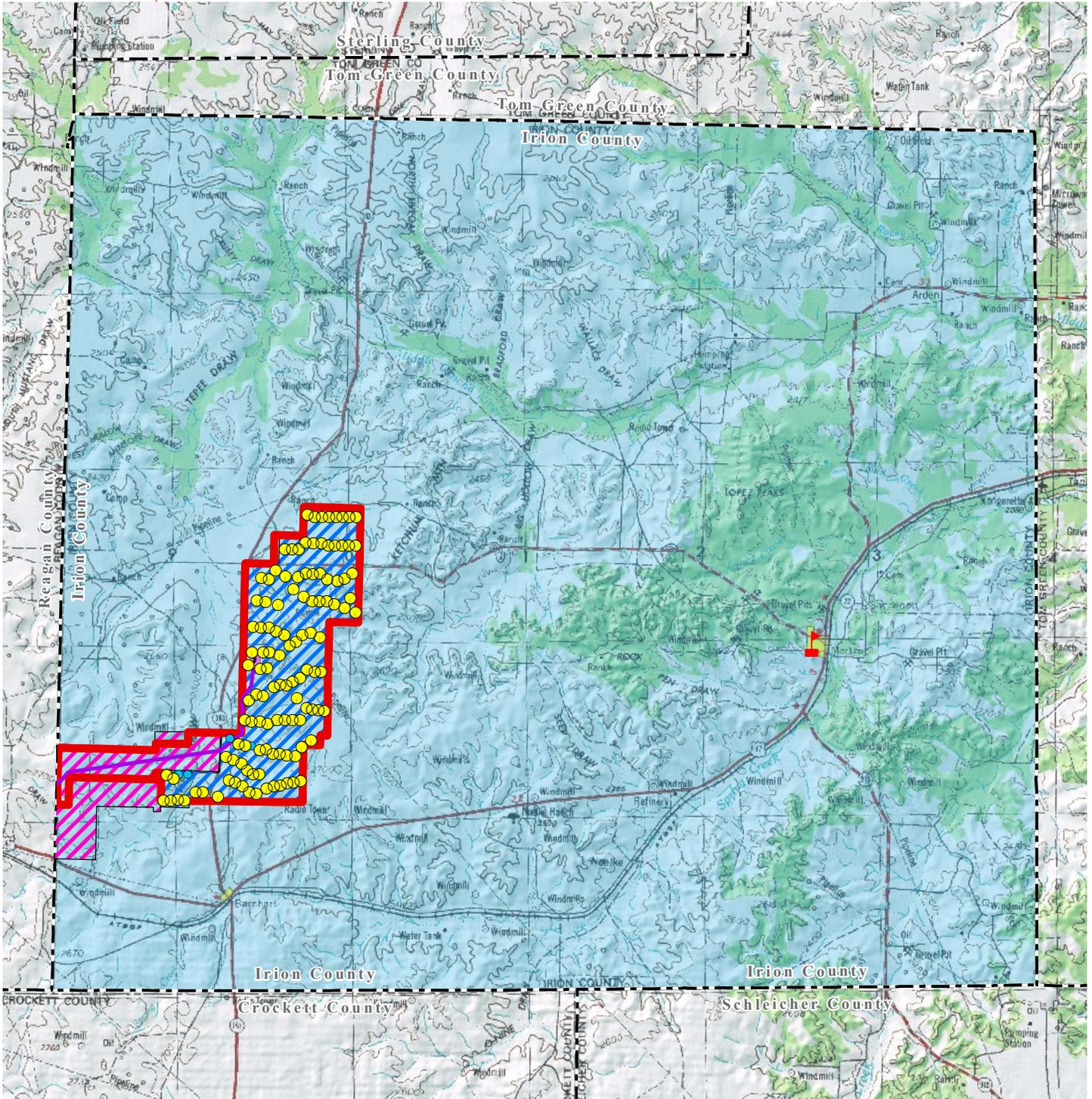


Santa Rita East Wind Energy LLC
Chapter 313 Application to Irion County ISD
Amendment No. 3

CHECKLIST ITEM #11

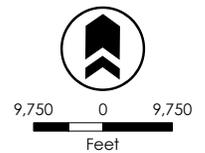
Map of Project

See attached.



Legend

- Turbine Location
- Alternative Location
- School
- Reinvestment Zone 1 (11/22/2016)
- Reinvestment Zone 2 (7/24/2018)
- Irion County School District
- Project Transmission Line
- Santa Rita East Project Area
- County Boundary



Irion School District & Reinvestment Zone

Santa Rita East Wind Project | Irion County, Texas

Rev. 00
September 06, 2018





Santa Rita East Wind Energy LLC
Chapter 313 Application to Irion County ISD
Amendment No. 3

CHECKLIST ITEM #12

Request for Waiver of Job Creation Requirement and supporting information

See attached.



Santa Rita East Wind Energy LLC
Chapter 313 Application to Irion County ISD
Amendment No. 3

CHECKLIST ITEM #14

Schedules A-D

See attached.

Schedule A1: Total Investment for Economic Impact (through the Qualifying Time Period)

Date **8/27/2018**
 Applicant Name **1152-IrionCounty-SantaRita-Amendment003 Santa Rita East Wind LLC**
 ISD Name **Irion County ISD**

Form 50-296A
 Revised May 2014

PROPERTY INVESTMENT AMOUNTS										
(Estimated Investment in each year. Do not put cumulative totals.)										
	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	Column A New investment (original cost) in tangible personal property placed in service during this year that will become Qualified Property	Column B New investment made during this year in buildings or permanent nonremovable components of buildings that will become Qualified Property	Column C Other new investment made during this year that will <u>not</u> become Qualified Property [SEE NOTE]	Column D Other new investment made during this year that may become Qualified Property [SEE NOTE]	Column E Total Investment (Sum of Columns A+B+C+D)		
Investment made before filing complete application with district	2016	Year preceding the first complete tax year of the qualifying time period (assuming no deferrals of qualifying time period)	2016	Not eligible to become Qualified Property				[The only other investment made before filing complete application with district that may become Qualified Property is land.]		
Investment made after filing complete application with district, but before final board approval of application							500,000			500,000.00
Investment made after final board approval of application and before Jan. 1 of first complete tax year of qualifying time period										-
Complete tax years of qualifying time period	QTP0	2017-2018	2017					-		
	QTP1	2018-2019	2018							
	QTP2	2019-2020	2019	330,000,000	1,150,000			331,150,000.00		
Total Investment through Qualifying Time Period [ENTER this row in Schedule A2]				330,000,000	1,650,000			331,650,000.00		
				Enter amounts from TOTAL row above in Schedule A2						
Total Qualified Investment (sum of green cells)				331,150,000						

For All Columns: List amount invested each year, not cumulative totals.

Column A: This represents the total dollar amount of planned investment in tangible personal property. Only include estimates of investment for "replacement" property if the property is specifically described in the application. Only tangible personal property that is specifically described in the application can become qualified property.

Column B: The total dollar amount of planned investment each year in buildings or nonremovable component of buildings.

Column C: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that will not become qualified property include investment meeting the definition of 313.021(1) but not creating a new improvement as defined by TAC 9.1051. This is proposed property that functionally replaces existing property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property—described in SECTION 13, question #5 of the application.

Column D: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that may result in qualified property are land or professional services.

Total Investment: Add together each cell in a column and enter the sum in the blue total investment row. Enter the data from this row into the first row in Schedule A2.

Qualified Investment: For the green qualified investment cell, enter the sum of all the green-shaded cells.

Schedule A2: Total Investment for Economic Impact (including Qualified Property and other investments)

Date **8/27/2018**
 Applicant Name **1152-IrionCounty-SantaRita-Amendment003 Santa Rita East Wind LLC**
 ISD Name **Irion County ISD**

Form 50-296A

Revised May 2014

PROPERTY INVESTMENT AMOUNTS								
(Estimated Investment in each year. Do not put cumulative totals.)								
				Column A	Column B	Column C	Column D	Column E
	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	New investment (original cost) in tangible personal property placed in service during this year that will become Qualified Property	New investment made during this year in buildings or permanent nonremovable components of buildings that will become Qualified Property	Other investment made during this year that will <u>not</u> become Qualified Property [SEE NOTE]	Other investment made during this year that will become Qualified Property {SEE NOTE}	Total Investment (A+B+C+D)
Total Investment from Schedule A1*	--	TOTALS FROM SCHEDULE A1		330,000,000	1,650,000	0	0	331,650,000
<i>Enter amounts from TOTAL row in Schedule A1 in the row below</i>								
Each year prior to start of value limitation period** <small>Insert as many rows as necessary</small>	0	2016-2017	2016		500,000			
	0	2017-2018	2017	-	-			
	1	2018-2019	2018					
	2	2019-2020	2019	330,000,000	1,150,000			
Value limitation period***	3	2020-2021	2020					
	4	2021-2022	2021					
	5	2022-2023	2022					
	6	2023-2024	2023					
	7	2024-2025	2024					
	8	2025-2026	2025					
	9	2026-2027	2026					
	10	2027-2028	2027					
	11	2028-2029	2028					
	12	2029-2030	2029					
Total investment made through limitation				330,000,000	1,650,000			331,650,000
Continue to maintain viable presence	13	2029-2030	2029					
	14	2030-2031	2030					
	15	2031-2032	2031					
	16	2032-2033	2032					
	17	2033-2034	2033					
Additional years for 25 year economic impact as required by 313.026(c)(1)	18	2034-2035	2034					
	19	2035-2036	2035					
	20	2036-2037	2036					
	21	2037-2038	2037					
	22	2038-2039	2038					
	23	2039-2040	2039					
	24	2040-2041	2040					
	25	2041-2042	2041					
	26	2042-2043	2042					
	27	2043-2044	2043					

* All investments made through the qualifying time period are captured and totaled on Schedule A1 [blue box] and incorporated into this schedule in the **first row**.

** Only investment made during deferrals of the start of the limitation (after the end of qualifying time period but before the start of the Value Limitation Period) should be included in the "year prior to start of value limitation period" row(s). If the limitation starts at the end of the qualifying time period or the qualifying time period overlaps the limitation, no investment should be included on this line.

*** If your qualifying time period will overlap your value limitation period, do not also include investment made during the qualifying time period in years 1 and/or 2 of the value limitation period, depending on the overlap. Only include investments/years that were **not** captured on Schedule A1.

For All Columns: List amount invested each year, not cumulative totals. Only include investments in the remaining rows of Schedule A2 that were not captured on Schedule A1.

Column A: This represents the total dollar amount of planned investment in tangible personal property. Only include estimates of investment for "replacement" property if the property is specifically described in the application. Only tangible personal property that is specifically described in the application can become qualified property.

Column B: The total dollar amount of planned investment each year in buildings or nonremovable component of buildings.

Column C: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that will not become qualified property include investment meeting the definition of 313.021(1) but not creating a new improvement as defined by TAC 9.1051. This is proposed property that functionally replaces existing property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property—described in SECTION 13, question #5 of the application.

Column D: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that may result in qualified property are land or professional services.

Schedule B: Estimated Market And Taxable Value (of Qualified Property Only)

Date **8/27/2018**
 Applicant Name **1152-IrionCounty-SantaRita-Amendment003**
October 17, 2018
 ISD Name **Santa Rita East Wind LLC**
Irion County ISD

Form 50-296A

Revised May 2014

	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year) YYYY	Qualified Property			Estimated Taxable Value		
				Estimated Market Value of Land	Estimated Total Market Value of new buildings or other new improvements	Estimated Total Market Value of tangible personal property in the new buildings or "in or on the new improvements"	Market Value less any exemptions (such as pollution control) and before limitation	Final taxable value for I&S after all reductions	Final taxable value for M&O after all reductions
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	0	2016-2017	2016	-					
	0	2017-2018	2017		25,000		25,000	25,000	25,000
	1	2018-2019	2018	-	25,000	-	25,000	25,000	25,000
	2	2019-2020	2019		25,000		25,000	25,000	25,000
Value Limitation Period	1	2020-2021	2020	-	862,500	330,000,000	330,862,500	330,862,500	25,000,000
	2	2021-2022	2021	-	819,375	303,600,000	304,419,375	304,419,375	25,000,000
	3	2022-2023	2022	-	778,406	279,312,000	280,090,406	280,090,406	25,000,000
	4	2023-2024	2023	-	739,486	256,967,040	257,706,526	257,706,526	25,000,000
	5	2024-2025	2024	-	702,512	236,409,677	237,112,188	237,112,188	25,000,000
	6	2025-2026	2025	-	667,386	217,496,903	218,164,289	218,164,289	25,000,000
	7	2026-2027	2026	-	634,017	200,097,150	200,731,167	200,731,167	25,000,000
	8	2027-2028	2027	-	602,316	184,089,378	184,691,694	184,691,694	25,000,000
	9	2028-2029	2028	-	572,200	169,362,228	169,934,428	169,934,428	25,000,000
Continue to maintain viable presence	10	2029-2030	2029	-	543,590	155,813,250	156,356,840	156,356,840	25,000,000
	11	2030-2031	2030	-	516,411	143,348,190	143,864,601	143,864,601	143,864,601
	12	2031-2032	2031	-	490,590	131,880,335	132,370,925	132,370,925	132,370,925
	13	2032-2033	2032	-	466,061	121,329,908	121,795,969	121,795,969	121,795,969
	14	2033-2034	2033	-	442,758	111,623,515	112,066,273	112,066,273	112,066,273
Additional years for 25 year economic impact as required by 313.026(c)(1)	15	2034-2035	2034	-	420,620	102,693,634	103,114,254	103,114,254	103,114,254
	16	2035-2036	2035	-	399,589	94,478,143	94,877,732	94,877,732	94,877,732
	17	2036-2037	2036	-	379,609	86,919,892	87,299,501	87,299,501	87,299,501
	18	2037-2038	2037	-	360,629	79,966,301	80,326,929	80,326,929	80,326,929
	19	2038-2039	2038	-	342,597	73,568,996	73,911,594	73,911,594	73,911,594
	20	2039-2040	2039	-	325,467	67,683,477	68,008,944	68,008,944	68,008,944
	21	2040-2041	2040	-	309,194	62,268,799	62,577,993	62,577,993	62,577,993
	22	2041-2042	2041	-	293,734	57,287,295	57,581,029	57,581,029	57,581,029
	23	2042-2043	2042	-	279,048	52,704,311	52,983,359	52,983,359	52,983,359
	24	2043-2044	2043	-	265,095	48,487,966	48,753,062	48,753,062	48,753,062
	25	2044-2045	2044	-	251,841	44,608,929	44,860,769	44,860,769	44,860,769

Notes: Market value in future years is good faith estimate of future taxable value for the purposes of property taxation.
 Only include market value for eligible property on this schedule.

Schedule C: Employment Information

Date **8/27/2018**
 Applicant Name Santa Rita East Wind LLC
 ISD Name Irion County ISD

Form 50-296A

Revised May 2014

	Year	School Year (YYYY-YYYY)	Tax Year (Actual tax year) YYYY	Construction		Non-Qualifying Jobs	Qualifying Jobs	
				Column A	Column B	Column C	Column D	Column E
				Number of Construction FTE's or man-hours (specify)	Average annual wage rates for construction workers	Number of non-qualifying jobs applicant estimates it will create (cumulative)	Number of new qualifying jobs applicant commits to create meeting all criteria of Sec. 313.021(3) (cumulative)	Average annual wage of new qualifying jobs
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	0	2016-2017	2016	15	55,000	-	-	-
	0	2017-2018	2017			-	-	-
	1	2018-2019	2018					
	2	2019-2020	2019	200	55,000			
Value Limitation Period <i>The qualifying time period could overlap the value limitation period.</i>	3	2020-2021	2020			0	7	43,016.60
	4	2021-2022	2021			0	7	43,016.60
	5	2022-2023	2022			0	7	43,016.60
	6	2023-2024	2023			0	7	43,016.60
	7	2024-2025	2024			0	7	43,016.60
	8	2025-2026	2025			0	7	43,016.60
	9	2026-2027	2026			0	7	43,016.60
	10	2027-2028	2027			0	7	43,016.60
	11	2028-2029	2028			0	7	43,016.60
	12	2029-2030	2029			0	7	43,016.60
Years Following Value Limitation Period	13 through 27	2030-2044	2030-2044			0	7	43,016.60

Notes: See TAC 9.1051 for definition of non-qualifying jobs.
 Only include jobs on the project site in this school district.

- C1.** Are the cumulative number of qualifying jobs listed in Column D less than the number of qualifying jobs required by statute? (25 qualifying jobs in Subchapter B districts, 10 qualifying jobs in Subchapter C districts)
 If yes, answer the following two questions:
- C1a.** Will the applicant request a job waiver, as provided under 313.025(f-1)? Yes No
- C1b.** Will the applicant avail itself of the provision in 313.021(3)(F)? Yes No

Schedule D: Other Incentives (Estimated)

Date 8/27/2018
Applicant Name Santa Rita East Wind LLC
ISD Name Irion County ISD

State and Local Incentives for which the Applicant intends to apply (Estimated)						
Incentive Description	Taxing Entity (as applicable)	Beginning Year of Benefit	Duration of Benefit	Annual Tax Levy without Incentive	Annual Incentive	Annual Net Tax Levy
Tax Code Chapter 311	County:					
	City:					
	Other:					
Tax Code Chapter 312	County: Irion	2020	10 Years	950,000.00	100%	260,000.00
	City:					
	Other:					
Local Government Code Chapters 380/381	County:					
	City:					
	Other:					
Freeport Exemptions						
Non-Annexation Agreements						
Enterprise Zone/Project						
Economic Development Corporation						
Texas Enterprise Fund						
Employee Recruitment						
Skills Development Fund						
Training Facility Space and Equipment						
Infrastructure Incentives						
Permitting Assistance						
Other:						
Other:						
Other:						
Other:						
TOTAL				950,000.00		260,000.00

Additional information on incentives for this project:



Santa Rita East Wind Energy LLC
Chapter 313 Application to Irion County ISD
Amendment No. 3

CHECKLIST ITEM #16

Map and Description of Reinvestment Zone

The Project and the Qualified Property are located in the following two Reinvestment Zones:

1. Reinvestment Zone designated by Irion County in that certain Resolution Adopting and Designating Reinvestment Zone in the Jurisdiction of Irion County, Texas, adopted and approved by the Irion County Commissioners' Court on November 22, 2016 and;
2. Reinvestment Zone designated by Irion County in that certain Resolution Adopting and Designating Reinvestment Zone in the Jurisdiction of Irion County, Texas, adopted and approved by the Irion County Commissioners' Court on July 24, 2018.

R16-11

**RESOLUTION ADOPTING AND DESIGNATING REINVESTMENT ZONE
IN THE JURISDICTION OF IRION COUNTY, TEXAS**

STATE OF TEXAS }
 }
COUNTY OF IRION }

WHEREAS, the Commissioners Court of Irion County, Texas (the "County") desires to make available tax abatement relief in the area which is the subject of this resolution in order to encourage the development of primary employment and to attract major investment in the County; and,

WHEREAS, the County has elected to become eligible to participate in tax abatement agreements under the provisions of the Texas Property Redevelopment and Tax Abatement Act (Chapter 312 of the Texas Tax Code); and,

WHEREAS, the County has adopted guidelines and criteria governing tax abatement agreements in a resolution dated on or about September 27th, 2016 (the "Abatement Guidelines and Criteria"); and,

WHEREAS, a public hearing is required by Chapter 312 of the Texas Tax Code prior to approval of a reinvestment zone; and

WHEREAS, the County (a) timely published or posted all applicable notices of public hearing regarding the designation of the attached real estate described in the attached Exhibit A as a reinvestment zone for tax abatement purposes, and (b) timely notified all applicable presiding officers of the governing body of each taxing unit that includes in its boundaries real property that may be included in the proposed reinvestment zone;

WHEREAS, the improvements proposed by Santa Rita Wind Energy LLC are feasible and of benefit to the reinvestment zone after expiration of an abatement agreement; and

WHEREAS, the property described on Exhibit A meets the criteria established in the Abatement Guidelines and Criteria; and

WHEREAS, the designation of the reinvestment zone would contribute to the retention or expansion of primary employment or would attract major investment in the reinvestment zone that would be of benefit to the property described on Exhibit A and would contribute to the economic development of the County; and

WHEREAS, all interested members of the public were given an opportunity to make comment at the public hearing.

APPROVED BY
IRION COUNTY COMMISSIONERS' COURT

NOV 22 2016

JUDGE _____
PCT 1 _____
PCT 2 _____
PCT 3 _____
PCT 4 _____



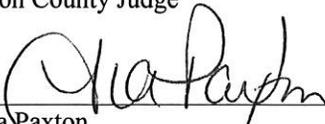
NOW, THEREFORE, BE IT ORDERED, by the Commissioners Court of IRION County, that

The County hereby designates the property located in Irion County, Texas having the property description in Exhibit A attached to this Order, as a Reinvestment Zone under the Irion County Abatement Guidelines and Criteria, having determined that (a) the property described on Exhibit A meets the criteria established in the Irion County Abatement Guidelines and Criteria, (b) the designation of such Reinvestment Zone would contribute to the retention or expansion of primary employment or would attract major investment in the Reinvestment Zone that would be of benefit to the property described on Exhibit A would contribute to the economic development of the County.

The foregoing Resolution was lawfully moved by Nanny, duly seconded by Davidson, and duly adopted by the Irion County Commissioner's Court, the 22 day of November 2016.



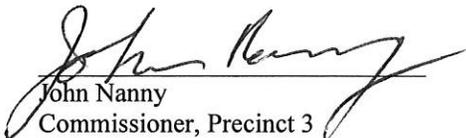
Tom Aiken
Irion County Judge



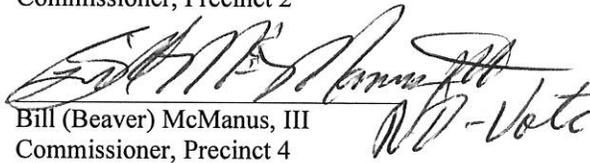
Tia Paxton
Commissioner, Precinct 1



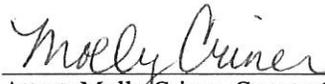
Jeff Davidson
Commissioner, Precinct 2



John Nanny
Commissioner, Precinct 3



Bill (Beaver) McManus, III
Commissioner, Precinct 4



Attest: Molly Criner, County Clerk

Exhibit A
REINVESTMENT ZONE

IRION COUNTY, TEXAS

BLOCKNO	SECTION	ABSNO
	8	A-1240
	4	A-1274
	W2 2	A-1196
	5	A-3
	53	A-690
	1	A-151
BLK 1	211	A-1204
BLK 1	212	A-832
BLK 1	213	A-632
BLK 1	314	A-1273
BLK 1	214	A-1235
	40	A-1246
	43	A-685
	52	A-814
	54	A-815
	2	A-1237
BLK 1	218	A-1188
BLK 1	217	A-634
BLK 1	216	A-831
BLK 1	215	A-633
	N4 55	A-691
BLK 1	237	A-1205
BLK 1	238	A-861
	W2 4	A-860

**COMMISSIONERS' COURT OF IRION COUNTY
IRION COUNTY COURTHOUSE
MERTZON, TEXAS**

**RESOLUTION AND ORDER DESIGNATING THE
SANTA RITA EAST REINVESTMENT ZONE NO. 2
IN THE JURISDICTION OF IRION COUNTY, TEXAS**

The Commissioners' Court of Irion County, Texas, meeting in regular session on July 24,, 2018, considered the following resolution:

WHEREAS, the Commissioners Court of Irion County, Texas (the "County") has elected to become eligible to participate in tax abatement agreements under the provisions of the Texas Property Redevelopment and Tax Abatement Act (Chapter 312 of the Texas Tax Code) (the "Act"); and,

WHEREAS, the County has adopted guidelines and criteria governing tax abatement agreements in a resolution dated on or about September 27, 2016 (the "Guidelines and Criteria"); and,

WHEREAS, a public hearing is required by Chapter 312 of the Texas Tax Code prior to approval of a reinvestment zone; and

WHEREAS, the County (a) timely published or posted all applicable notices of public hearing regarding the designation of the real estate described in the attached Exhibit A as a reinvestment zone for tax abatement purposes, and (b) timely notified all applicable presiding officers of the governing body of each taxing unit that includes in its boundaries real property that may be included in the proposed reinvestment zone;

WHEREAS, the improvements proposed for the reinvestment zone are feasible and of benefit to the reinvestment zone after expiration of an abatement agreement; and

WHEREAS, the property described on Exhibit A meets the criteria established in the Guidelines and Criteria for a reinvestment zone; and

WHEREAS, the designation of the reinvestment zone would contribute to the retention or expansion of primary employment or would attract major investment in the reinvestment zone that would be of benefit to the property described on Exhibit A and would contribute to the economic development of the County; and

WHEREAS, all interested members of the public were given an opportunity to make comment at the public hearing.

NOW, THEREFORE, BE IT ORDERED, by the Commissioners' Court of Irion County, that:

1. The County hereby designates the property located in Irion County, Texas, having the property description in Exhibit A attached to this Order as a reinvestment zone under the County's Guidelines and Criteria, having determined that (a) the property described on Exhibit A meets the criteria established in the Guidelines and Criteria, and (b) the designation of such reinvestment zone would contribute to the retention or expansion of primary employment or would attract major investment in the reinvestment zone that would be of benefit to the property described on Exhibit A and that would contribute to the economic development of the County.
2. The reinvestment zone created by this Order to include the real property described in Exhibit A shall be known as "Santa Rita East Reinvestment Zone 2".

The foregoing Resolution and Order was lawfully moved by John Nanny, duly seconded by Tim Paxton, and duly adopted by the Commissioner's Court of Irion County, Texas, on July 24, 2018.

Tom Aiken
Tom Aiken (abstained from voting)
County Judge

Tim Paxton
Tim Paxton
Commissioner Precinct 1

Jeff Davidson
Jeff Davidson
Commissioner Precinct 2

John Nanny
John Nanny
Commissioner Precinct 3

Bill McManus, III
Bill McManus, III
Commissioner Precinct 4
"No Vote"

The foregoing Resolution and Order is a true and correct copy of the Resolution and Order passed by the Commissioners' Court in open and regular session at the Irion County Courthouse at 9:15 a.m. on July 24, 2018.

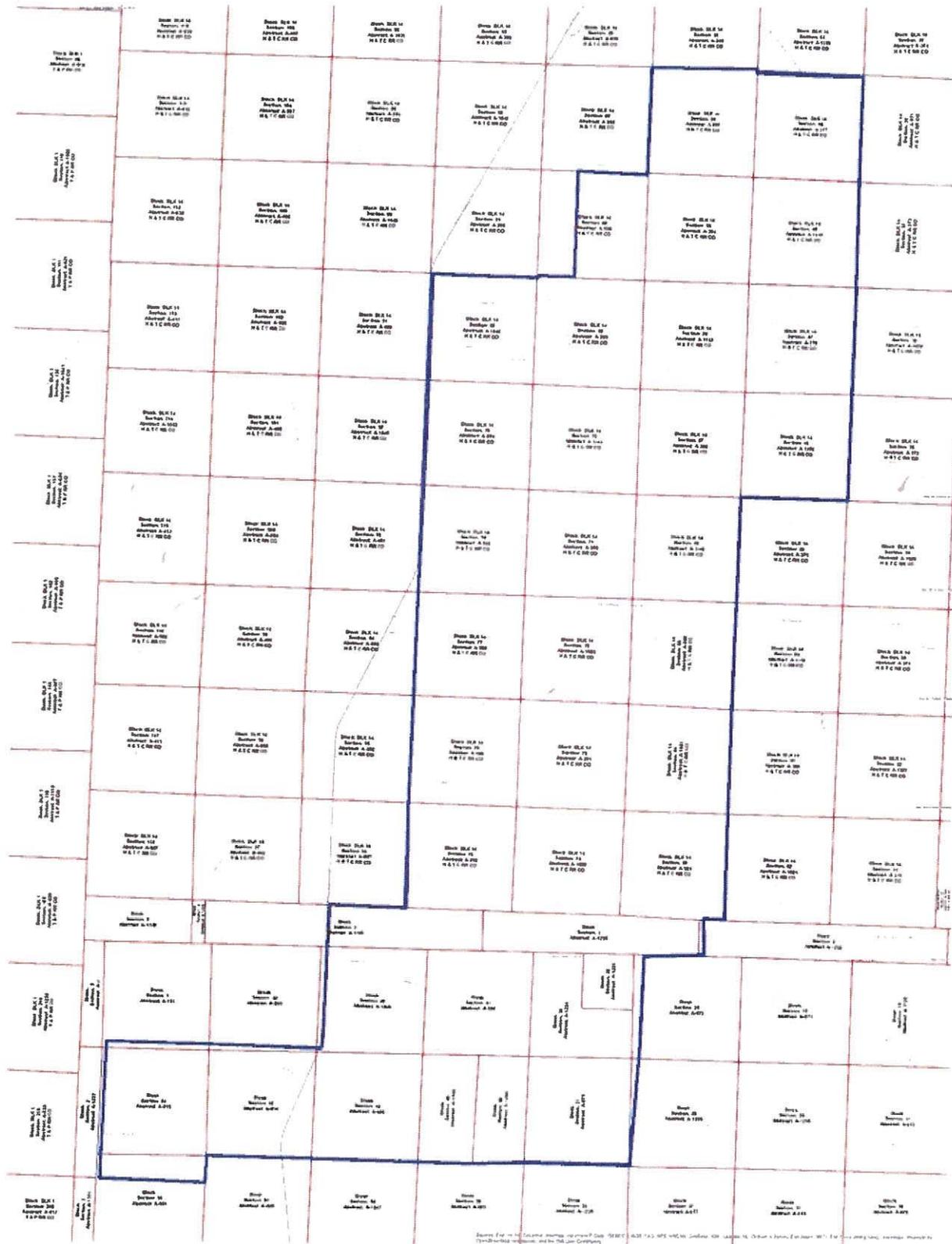
Molly Criner
Molly Criner
County Clerk, Irion County, Texas

Exhibit A

Property Included in the Reinvestment Zone

The Reinvestment Zone includes the parcels listed below and is depicted in a map attached as the last page of this Exhibit A:

Block No.	Sec. No.	Survey	Abstract
BLK 14	60	H REESE	A-997
BLK 14	45		A-377
BLK 14	68	J L ELKINS	A-935
BLK 14	59		A-384
BLK 14	46	R L HICKEY	A-1110
BLK 14	80	J W THORNHILL	A-1046
BLK 14	69		A-389
BLK 14	58	W A SMITH	A-1143
BLK 14	47		A-378
BLK 14	79		A-394
BLK 14	70	W A SMITH	A-1141
BLK 14	57		A-383
BLK 14	48	L W WARD	A-1163
BLK 14	78	B F MAYNE	A-965
BLK 14	71		A-390
BLK 14	56	W A SMITH	A-1142
BLK 14	77		A-393
BLK 14	72	A F SMITH	A-1023
BLK 14	55		A-382
BLK 14	76	B F MAYNE	A-968
BLK 14	73		A-391
BLK 14	54	A F SMITH	A-1021
BLK 14	75		A-392
BLK 14	74	A F SMITH	A-1022
BLK 14	53		A-381
BLK 14	2	M CHAMBERLAIN	A-1196
BLK 14	2	M CHAMBERLAIN	A-1295
BLK 14	30	W C RR CO	A-1221
BLK 14	30	W C RR CO	A-1234
BLK 14	41	W C RR CO	A-684
BLK 14	42	W C RR CO	A-1245
BLK 14	31	W C RR CO	A-679
BLK 14	40	W C RR CO	A-1296
BLK 14	40	W C RR CO	A-1246
BLK 14	43	W C RR CO	A-685
BLK 14	52	W C RR CO	A-814
BLK 14	54	W C RR CO	A-815
BLK 14	55	W C RR CO	A-691



- Legend**
- Proposed Reinvestment Zone
 - County Boundary
 - Original Texas Land Survey



Santa Rita East Reinvestment Zone 2

Irion County Wind Energy Project | Irion County, Texas

Rev. 02
 June 21, 2018





Santa Rita East Wind Energy LLC
Chapter 313 Application to Irion County ISD
Amendment No. 3

CHECKLIST ITEM #17

Signature and Certification Page

See attached.

SECTION 16: Authorized Signatures and Applicant Certification

After the application and schedules are complete, an authorized representative from the school district and the business should review the application documents and complete this authorization page. Attach the completed authorization page in Tab 17. NOTE: If you amend your application, you will need to obtain new signatures and resubmit this page, Section 16, with the amendment request.

1. Authorized School District Representative Signature

I am the authorized representative for the school district to which this application is being submitted. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code.

print
here

Brian Gony
Print Name (Authorized School District Representative)

Superintendent
Title

sign
here

[Signature]
Signature (Authorized School District Representative)

10-17-18
Date

2. Authorized Company Representative (Applicant) Signature and Notarization

I am the authorized representative for the business entity for the purpose of filing this application. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code. The information contained in this application and schedules is true and correct to the best of my knowledge and belief.

I hereby certify and affirm that the business entity I represent is in good standing under the laws of the state in which the business entity was organized and that no delinquent taxes are owed to the State of Texas.

print
here

James Williams
Print Name (Authorized Company Representative (Applicant))

Vice President
Title

sign
here

[Signature]
Signature (Authorized Company Representative (Applicant))

September 7, 2018
Date

JOELLEN BILLOTTE
Notary Public
State of Colorado
Notary ID # 20184020439
My Commission Expires 05-14-2022

(Notary Seal)

GIVEN under my hand and seal of office this, the

7th day of September, 2018

[Signature]
Notary Public in and for the State of Texas Colorado

My Commission expires: 5-14-22

If you make a false statement on this application, you could be found guilty of a Class A misdemeanor or a state jail felony under Texas Penal Code Section 37.10.